



Mark W. Fidanza
Direct Phone: +1 215 851 8264
Email: mfidanza@reedsmith.com

Reed Smith LLP
Three Logan Square
Suite 3100
1717 Arch Street
Philadelphia, PA 19103
+1 215 851 8100
Fax +1 215 851 1420
reedsmith.com

March 20, 2025

By ECF

Hon. Cynthia M. Rufe
US District Court for the Eastern District of Pennsylvania
12614 U.S. Courthouse
601 Market Street
Philadelphia, PA 19106
Courtroom 12-A

Re: *The Phillies v. Zelus Analytics Inc., et al.* (No. 25-cv-01384)

Dear Judge Rufe:

My office represents Defendants Teamworks Innovations, Inc. and Zelus Analytics, Inc. in the above-captioned matter. I write in advance of the preliminary telephone conference scheduled for 2:00pm today (Dkt. 8) to address Plaintiff's Motion for Temporary Restraining Order (Dkt. 7). Enclosed for the Court's consideration are two exhibits Defendants may seek to reference during the conference.

Respectfully submitted,

Mark W. Fidanza
Reed Smith LLP

MWF:es

w/attachments

cc: All Counsel of Record

EXHIBIT A

From: [Will Robinson](#)
To: [Garland, Frankie](#)
Cc: [Kilambi, Ani](#); [Kyle Charters](#); [Fidanza, Mark W.](#)
Subject: Re: [EXTERNAL] Re: Official Notice of Phillies Extension
Date: Friday, March 14, 2025 11:43:57 AM
Attachments: [image001.png](#)

External E-Mail - FROM William Robinson <wrobinson@teamworks.com>



Frankie,

Teamworks' preference is still to reach a negotiated resolution and we are disappointed the Phillies have chosen to escalate this matter to litigation.

That being said, we appreciate the notice and would also request that your counsel promptly serve our attorney Mark Fidanza (copied) by email with a copy of the complaint.

Thank you,
Will

On Fri, Mar 14, 2025 at 11:24 AM Garland, Frankie <fgarland@phillies.com> wrote:

Will,

Having heard nothing from Zelus since Wednesday, I am hereby providing notice that The Phillies will be filing its complaint this afternoon.

Thanks,

Frankie



FRANKIE GARLAND
DEPUTY GENERAL COUNSEL
PHILADELPHIA PHILLIES
Citizens Bank Park
One Citizens Bank Way | Philadelphia, PA 19148-5249
O 267.570.2159 | M 510.387.7580 | E FGARLAND@PHILLIES.COM

From: Garland, Frankie <fgarland@phillies.com>
Sent: Wednesday, March 12, 2025 9:50 PM

To: William Robinson <wrobinson@teamworks.com>

Subject: Re: [EXTERNAL] Re: Official Notice of Phillies Extension

Will,

I understand Kyle and Ani spoke tonight. We expect to receive Zelus' counterproposal tomorrow, and as Ani told Kyle, any resolution needs to happen this week.

Frankie

Frankie Garland

Deputy General Counsel

The Phillies

c. 510.387.7580

From: Garland, Frankie

Sent: Wednesday, March 12, 2025 5:27:23 PM

To: William Robinson <wrobinson@teamworks.com>

Subject: RE: [EXTERNAL] Re: Official Notice of Phillies Extension

Please have Kyle call Ani tonight before 8 pm ET. Ani's number is 408.338.9564. He is expecting Kyle's call.



FRANKIE GARLAND

DEPUTY GENERAL COUNSEL

PHILADELPHIA PHILLIES

Citizens Bank Park

One Citizens Bank Way | Philadelphia, PA 19148-5249

📞 267.570.2159 | 📠 510.387.7580 | ✉️ FGARLAND@PHILLIES.COM

From: William Robinson <wrobinson@teamworks.com>

Sent: Wednesday, March 12, 2025 4:59 PM

To: Garland, Frankie <fgarland@phillies.com>

Subject: Re: [EXTERNAL] Re: Official Notice of Phillies Extension

This email originated outside of the Phillies domain.

Kyle is going to call Ani directly.

On Wed, Mar 12, 2025 at 11:32 AM William Robinson <wrobinson@teamworks.com> wrote:

Still expect to send a response later today.

On Tue, Mar 11, 2025 at 10:06 PM Garland, Frankie <fgarland@phillies.com> wrote:

Will,

We need a response tomorrow.

Frankie



FRANKIE GARLAND
DEPUTY GENERAL COUNSEL
PHILADELPHIA PHILLIES
Citizens Bank Park
One Citizens Bank Way | Philadelphia, PA 19148-5249
O 267.570.2159 | M 510.387.7580 | E FGARLAND@PHILLIES.COM

From: William Robinson <wrobinson@teamworks.com>

Sent: Tuesday, March 11, 2025 5:15 PM

To: Garland, Frankie <fgarland@phillies.com>

Subject: Re: [EXTERNAL] Re: Official Notice of Phillies Extension

This email originated outside of the Phillies domain.

We should be able to get you a response by tomorrow.

On Tue, Mar 11, 2025 at 4:58 PM Garland, Frankie <fgarland@phillies.com> wrote:

Will –

Can we expect a response from Zelus today?

Thanks,

Frankie



FRANKIE GARLAND
DEPUTY GENERAL COUNSEL
PHILADELPHIA PHILLIES
Citizens Bank Park
One Citizens Bank Way | Philadelphia, PA 19148-5249
O 267.570.2159 | M 510.387.7580 | E FGARLAND@PHILLIES.COM

From: William Robinson <wrobinson@teamworks.com>

Sent: Tuesday, March 11, 2025 10:07 AM

To: Garland, Frankie <fgarland@phillies.com>

Subject: Re: [EXTERNAL] Re: Official Notice of Phillies Extension

This email originated outside of the Phillies domain.

Confirming receipt, we will review.

On Tue, Mar 11, 2025 at 9:43 AM Garland, Frankie <fgarland@phillies.com> wrote:

Will,

As previously stated, The Phillies' agreement with Zelus prohibits Zelus from licensing the Titan Intelligence Platform and any of its component parts to any other NL East team and more than one team per MLB division during the 2025 season. We feel confident that a court will agree with our interpretation and enjoin Zelus from selling any of the

Titan Intelligence Platform's component parts to other MLB teams in violation of our agreement.

However, in an attempt to resolve our dispute before filing our complaint, we are willing to propose the following for the 2025 Season:

- The Phillies will allow Zelus to license its "Data Engine" product (which is a component of the Titan Intelligence Platform) as a stand-alone product to MLB teams outside the NL East Division in exchange for Zelus reducing the Phillies' 2025 fee by \$200,000. This would reduce The Phillies' 2025 fee from \$725,000 (\$675,000 with pre-payment) to \$525,000 (\$475,000 with pre-payment).
- In addition to the Phillies, Zelus may license the Titan Intelligence Platform to any three (3) American League teams and any two (2) National League teams outside of the NL East (for a maximum total of six MLB teams, including the Phillies).
- Zelus may not license its "Game Intelligence" or "Roster Intelligence" (Base or Complete) products (which are components of the Titan Intelligence Platform) as stand-alone products to any teams.

Please let us know your thoughts and if it would be helpful to discuss on a call today. We continue to reserve all rights available to us and are prepared to file our complaint if we cannot quickly reach a suitable resolution.

Thanks,

Frankie



FRANKIE GARLAND
DEPUTY GENERAL COUNSEL

PHILADELPHIA PHILLIES

Citizens Bank Park

One Citizens Bank Way | Philadelphia, PA 19148-5249

📞 267.570.2159 | 📠 510.387.7580 | ✉️ FGARLAND@PHILLIES.COM

From: Garland, Frankie <fgarland@phillies.com>
Sent: Monday, March 10, 2025 10:56 PM
To: William Robinson <wrobinson@teamworks.com>
Subject: Re: [EXTERNAL] Re: Official Notice of Phillies Extension

Will,

I'm waiting on sign-off from a few folks but will send you our proposal tomorrow.

Thanks,
Frankie

Frankie Garland
Deputy General Counsel
The Phillies
c. 510.387.7580

From: Garland, Frankie <fgarland@phillies.com>
Sent: Monday, March 10, 2025 5:50 PM
To: William Robinson <wrobinson@teamworks.com>
Subject: RE: [EXTERNAL] Re: Official Notice of Phillies Extension

Will,

Thanks for your call earlier. We will put together a proposal tonight and send it to you.

Thanks,
Frankie



FRANKIE GARLAND
DEPUTY GENERAL COUNSEL
PHILADELPHIA PHILLIES
Citizens Bank Park
One Citizens Bank Way | Philadelphia, PA 19148-5249
O 267.570.2159 | M 510.387.7580 | E FGARLAND@PHILLIES.COM

From: Garland, Frankie
Sent: Monday, March 10, 2025 3:13 PM
To: William Robinson <wrobinson@teamworks.com>
Cc: Kilambi, Ani <akilambi@phillies.com>; Kyle Charters <kcharters@teamworks.com>;
Doug Fearing <dfearing@teamworks.com>
Subject: RE: [EXTERNAL] Re: Official Notice of Phillies Extension
Importance: High

Will,

Thank you for following up. First, The Phillies properly exercised its option to extend the term for the 2025 season for \$725,000 (\$675,000 with prepayment) on February 14, 2025.

Second, The Phillies reject your proposed amendment. As previously discussed, our Agreement already prohibits Zelus from licensing all or any of the component parts of the Titan Intelligence Platform to another NL East team and more than one team per division.

Please be advised that tomorrow The Phillies will be filing a complaint seeking, among other things, a temporary restraining order and other injunctive relief necessary to prevent Zelus from licensing the Titan Intelligence Platform and any of its component parts to other MLB teams in violation of The Phillies' exclusivity rights in the Agreement.

I am available by phone if you would like to revisit The Phillies' previously proposed solution of attempting to mutually agree on a revised scope of exclusivity for the 2025 season.

Thanks,

Frankie



FRANKIE GARLAND
DEPUTY GENERAL COUNSEL
PHILADELPHIA PHILLIES
Citizens Bank Park
One Citizens Bank Way | Philadelphia, PA 19148-5249
O 267.570.2159 | M 510.387.7580 | E FGARLAND@PHILLIES.COM

From: William Robinson <wrobinson@teamworks.com>
Sent: Thursday, March 6, 2025 1:00 PM
To: Garland, Frankie <fgarland@phillies.com>
Cc: Kilambi, Ani <akilambi@phillies.com>; Kyle Charters <kcharters@teamworks.com>;
Doug Fearing <dfearing@teamworks.com>
Subject: [EXTERNAL] Re: Official Notice of Phillies Extension

This email originated outside of the Phillies domain.

Frankie,

Checking back on this. Let us know if you have any comments on the draft amendment, or if it would be helpful to set up a call to discuss.

Thank you,

Will

On Mon, Feb 24, 2025 at 9:50 PM William Robinson
<wrobinson@teamworks.com> wrote:

Frankie,

Thank you for the call last week. Please find attached a proposed draft

amendment to Order #2 that would extend the Term through March 31, 2026. The Phillies' preferential right to extend is not automatic since it is subject to good faith negotiation and both parties' willingness to agree on an extension, but we remain eager to continue working with you on a potential extension before the current Term ends March 31, 2025.

The Phillies' exclusive license to use the Platform under Order #2 applies to the Titan Intelligence Platform for MLB in its entirety and not to each of its separate components, which are the intellectual property of Zelus governed by the nonexclusive right of access and use in the incorporated terms and conditions. That being said, we appreciate the concern you raised on our call that Zelus should not be able to circumvent the Division Exclusivity in Section 5 of Order #2 by simply licensing another club all the separate components such that the club effectively obtains all the same functionality as it would by purchasing Titan. To address this concern, we have added a new sentence at the end of Section 5 where Zelus agrees that it will not license the full and complete set of all Platform features, capabilities, and components to any club that Zelus would otherwise be restricted from licensing Titan to under the terms of Order #2.

Please review and let us know if this addresses your concern or let us know if you have any comments.

Will

On Thu, Feb 20, 2025 at 2:43 PM Garland, Frankie <fgarland@phillies.com> wrote:

Will,

Thanks again for speaking with me yesterday. As I explained during our call, the Phillies feel strongly that the exclusivity guaranteed to us in Order #2 covers the entire "suite of proprietary baseball analytics models and metrics" which comprise the Titan Intelligence Platform. By virtue of our extension last Friday, that exclusivity now runs through the 2025 season.

You and I agreed the best next step as we attempt to resolve this dispute is for Doug and Ani to go line-by-line through Section 14 of Order #2 to see whether we can agree on a modified scope of exclusivity in exchange for an appropriate fee reduction for 2025. In other words, while the Phillies maintain that our exclusivity rights cover all components of the Titan Intelligence

Platform, we are willing to explore excluding certain components from that exclusivity to resolve this amicably.

It is fine if you want to take the pen on an initial markup of Section 14, but we think Ani and Doug should put their heads together on this as soon as possible so that the dispute does not drag on. I'm assuming Zelus also wants to quickly establish with certainty which products it is able to sell to other clubs in 2025.

Again, we hope to resolve this amicably but we feel very confident in our interpretation of the exclusivity language in our agreement and reserve all rights available to use under the agreement, at law, and in equity, including but not limited to seeking injunctive relief to prevent Zelus from violating our exclusivity rights.

Thanks,

Frankie



FRANKIE GARLAND
DEPUTY GENERAL COUNSEL

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Citizens Bank Park
One Citizens Bank Way | Philadelphia, PA 19148-5249

📞 267.570.2159 | 📠 510.387.7580 | ✉️ FGARLAND@PHILLIES.COM

From: Kilambi, Ani <akilambi@phillies.com>

Sent: Friday, February 14, 2025 2:01 PM

To: Kyle Charters <kcharters@teamworks.com>; Doug Fearing <dfearing@teamworks.com>

Cc: Garland, Frankie <fgarland@phillies.com>; Nakahara, Alex <anakahara@phillies.com>; McFarlane, Patrick <pmcfarlane@phillies.com>

Subject: Official Notice of Phillies Extension

Hi all,

I am writing to formally notify you that The Phillies are exercising our option

to extend the Term of our Agreement (attached) to cover the 2025 MLB Season, under the same terms and conditions in this Agreement, including Club's Division-Exclusive License to the Platform and Abbreviated-Season Discount.

Please note that we reserve all rights available to us as we discuss a resolution to the disagreement about the Division-Exclusive License to the Platform.

Thanks,

Ani

EXHIBIT B

From: [Phillip Berger](#)
To: [Fidanza, Mark W.](#)
Cc: [Matthew Kaufmann](#)
Subject: The Phillies v Zelus
Date: Friday, March 14, 2025 5:12:40 PM

External E-Mail - FROM Phillip Berger <berger@bergerlawpc.com>



Hi Mark- we represent the Phillies in this matter. I understand that you represent the defendant Zelus Analytics and Teamworks Innovation.

We filed a federal court complaint for preliminary injunction, and we plan to file a temporary restraining order motion on Monday. Will you accept service on behalf of your client?

If not, we plan to have the D's personally served as soon as possible. Please let me know, and if you are agreeable, we will send you an acceptance of service.

Thank you.

I look forward to hearing from you.

Phil Berger cell phone 610-755-5332.

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